

## IN THE CLAIMS

Please amend the claims as follows:

1. (Currently amended) A computer-based method for managing ~~the use of~~ at least one intangible asset having an associated cash flow, ~~assets of a business enterprise~~, comprising:
  - a. receiving rights to the at least one intangible asset, the rights being collected and pooled according to ~~providing~~ a computer estimate of ~~one or more sources of future~~ cash flow(s) expected to be generated by ~~one or more~~ the at least one intangible asset, wherein the respective cash flow(s) are effectively removed from the original owner's bankruptcy estate-s of the business enterprise;
  - b. granting the received rights to a first entity, in exchange for royalty payments, wherein the grant of rights comprises target performance and default provisions; and collecting and pooling rights to receive said cash flow(s) over a pre-determined time period;
  - e) ~~transferring said rights to at least one special purpose legal entity in a manner that effectively removes the respective cash flow(s) from the business enterprise's bankruptcy estate~~;
  - d) ~~granting by the special purpose entity of the rights to use said one or more intangible assets to an operating entity, in exchange for royalty payments, wherein the grant of rights comprises target performance and default provisions; and~~
  - e) c) monitoring the operating first entity for compliance with the grant of rights in step (b).
2. (Currently amended) The method of claim 1, wherein the computer estimate is based on historical data related to ~~the usage of said the~~ at least one or more intangible asset[[s]].
3. (Currently amended) The method of claim 1, wherein ~~said the at least one or more~~ intangible asset[[s]] comprises a portfolio of one or more patents.
4. (Currently amended) The method of claim 1, wherein ~~said the at least one or more~~ intangible asset[[s]] comprises a portfolio of one or more trademarks.

5. (Currently amended) The method of claim 1, wherein ~~said the at least one or more~~ intangible asset[[s]] comprises a business brand.

6. (Currently amended) The method of claim 4 2, wherein the computer estimate is based on step (a) comprises generating a computer model of revenues derived from the at least one intangible asset[[s]] and projected over ~~the a~~ pre-determined time period in one or more geographic locations.

7. (Currently amended) The method of claim 6, wherein ~~step (a) the computer estimate is further comprises comparing based on a comparison of the generated computer model to the historical data, associated with the use of similar intangible assets by one or more business entities.~~

8. (Currently amended) The method of claim 7, wherein the computer estimate is further comprising the step of correcting based on a correction to the computer model based on the results of the comparison.

9. (Currently amended) The method of claim 1, wherein the ~~step (b) of collecting and pooling of rights to receive said cash flow(s)~~ is performed based on the a provided computer estimate of said one or more sources of future cash flow(s).

10. (Currently amended) The method of claim 1, wherein ~~step (e) granting the rights comprises the a step of business-restructuring designed to create the at least one special purpose legal entity, and the first entity to which the rights to the at least one intangible asset are granted operating entity.~~

11. (Currently amended) The method of claim 1, wherein ~~step (e) receiving the rights is accomplished by means of a true purchase sale.~~

12. (Currently amended) The method of claim 11, further comprising the step of procuring wherein proceeds for the true purchase sale are procured by means of a third-party loan.

13. (Currently amended) The method of claim 1, ~~wherein step (e) further comprising~~[[es]] the a step of forming a special purpose entity designated as a Manager, for managing the transferred received rights to the at least one intangible asset~~[[s]]~~.

14. (Currently amended) The method of claim 1, wherein ~~step (d) granting the rights is performed by means of~~ an arms-length agreement.

15. (Currently amended) The method of claim 1 further comprising ~~the a step of granting the rights to use said one or more~~ associated with the at least one intangible asset~~[[s]] to a separate operating second entity in the an event of default of the first entity, triggered in the step (e) of monitoring.~~

16. (Currently amended) The method of claim 12, wherein ~~a third party lender providing the loan issues securities using the said pooled and collected rights are made available to a lender. as collateral.~~

17. (Currently amended) The method of claim 12 further comprising ~~the a step of employing the proceeds from the loan to finance at least a portion of the an operating cost(s) of the rights' original owner. business entity.~~

18. (Currently amended) The method of claim 12 further comprising ~~the a step of employing the proceeds from the loan to re-finance debt obligations of the rights' original owner. business entity.~~

19. (Cancelled)

20. (Currently amended) A computer-based system for managing ~~the use of at least one intangible asset having an associated cash flow, assets of a business enterprise,~~ comprising:

a) means for ~~providing~~ receiving rights to the at least one intangible asset, the rights being collected and pooled according to a computer estimate of one or more sources of future cash flow(s) expected to be generated by the at least one intangible asset, wherein the respective cash flow(s) are effectively removed from the original owner's bankruptcy estate s of the business enterprise;

b) ~~means for collecting and pooling rights to receive said cash flow(s) over a pre-determined time period;~~

e) ~~means for transferring said rights to at least one special purpose legal entity in a manner that effectively removes the respective cash flow(s) from the business enterprise's bankruptcy estate;~~

d) b) means for ~~generating an electronic document constituting a licensee agreement~~ granting the received rights ~~to use said intangible assets to an operating to a first~~ entity, in exchange for royalty payments ~~license royalties~~, wherein the grant of rights comprises target performance and default provisions; and

e) c) means for monitoring the ~~operating first~~ entity for compliance with the grant of rights.

21. (Currently amended) A computer-based system for managing ~~the use of at least one~~ intangible asset\_s of a business enterprise, ~~the system comprising a computerized network of devices for:~~

a) means for generating a projection for ~~projecting~~ one or more sources of future cash flow(s) expected to be generated by the at least one intangible asset\_s of the business enterprise, the projection being based at least in part on information obtained over a telecommunications network from third-party sources,

b. means for providing a cash flow estimate expected to be generated by the at least one intangible asset\_s based on the ~~projected~~ projection for one or more sources, and identifying ownership rights associated with the projected one or more sources;

c. means for transferring the identified ownership rights to ~~one or more special purpose vehicles, each in the form of a~~ at least one separate legal entity, in a manner that effectively removes the respective cash flow(s) from the ~~originating entity's~~ business enterprise's bankruptcy estate;

d. means for granting the ownership rights to an operating entity on behalf of the at least one separate legal entity, in exchange for royalty payments, wherein the grant of rights comprises target performance and default provisions;

e. means for issuing securities on behalf of the at least one ~~special purpose vehicle~~ separate legal entity using ~~said the~~ pooled rights as collateral; and

f. e. means for employing ~~the~~ revenue generated from issuing the ~~sale of~~ said securities to finance at least a portion of ~~the~~ operating costs of the business enterprise.

22. (Currently amended) The system of claim 21, further comprising means for predicting ~~the~~ a likely dollar amount of the ~~future~~ rights' respective cash flow(s) and ~~[[the]]~~ inherent risks of amounts less those cash flows being received.

23. (Currently amended) The system of claim 22 further comprising means for ensuring that investors in the issued securities ~~of the special purpose vehicle~~ receive the maximum amount possible if cash flows are less than expected, and that they are insured or provided a credit enhancement against ~~such~~ the risk of flows being less than expected.

24. (Currently amended) The system of claim 23, wherein the credit enhancement~~[[s]]~~ comprises internal or external credit support~~[[s]]~~ or combination thereof, to increase ~~the~~ likelihood that investors will receive the rights' respective cash flow(s) to which they are entitled.

25. (Original) A method for making preparing documentation concerning a computed market based valuation for at least one intangible asset of a business enterprise, the method including:

directing a digital computer processor to manipulate electrical signals to prepare a document corresponding to at least one intangible asset of a business enterprise being separated from the assets of the business enterprise in accordance with terms in the document, and the document is made by steps comprising

storing in an electronic memory electrical signals representing a computer valuation of future cash flow expected to be generated by said at least one intangible asset; storing in an electronic memory electrical signals representing the identity of a party being granted the exclusive rights to said at least one intangible asset; and printing the document at a printer device operably connected to the computer,

wherein the document comprises at least two of the following: the identity of a legal entity designated to manage said at least one intangible asset to generate license revenues; the amount of license revenues to be generated from said at least one intangible asset over a pre-determined period of time; manufacturing and sourcing terms indicating obligations to manufacture and distribute products under a license to the rights of using said at least one intangible asset; and default provisions.

26. (Original) The method of claim 25, further comprising the steps of controlling the digital computer processor to manipulate electrical signals to prepare a second document

corresponding to a financing agreement associated with the at least one intangible asset of the business enterprise, said second document comprising at least two of the following: the identity of a legal entity providing financing in exchange for a first priority lien on the at least one intangible asset; the terms of the financing agreement over a predetermined period of time projected in the future; and default provisions.

27. (Currently amended) A computer-based method for optimizing ~~the~~ a use of at least one intangible asset ~~s~~-associated with a ~~third-party~~ business enterprise by a lender, comprising:

a) providing a computer estimate of ~~the~~ present value associated with the at least one intangible asset of the business enterprise, the estimate being based at least in part on information obtained over a telecommunications network from external information sources; third party;

b) transferring assets corresponding to the provided computer estimate to a first special purpose legal entity in a manner that effectively removes the transferred assets from the lender's bankruptcy estate;

c) effecting the transfer of rights in the at least one intangible asset of the ~~third-party business enterprise~~ to at least one ~~third-party~~ second special purpose legal entity, distinct from the first special purpose legal entity, in a manner that effectively removes the asset from the ~~third-party business enterprise's~~ bankruptcy estate;

d) financing the ~~third-party~~ second special purpose entity in exchange for a first priority lien on the at least one intangible asset; and

e) establishing a transaction waterfall, wherein proceeds from licensing rights to the use of the at least one intangible asset are provided to the first special purpose legal entity.

28. (Currently amended) The method of claim 27, wherein the computer estimate is based on historical data related to ~~the usage~~ of the at least one intangible asset.

29. (Currently amended) The method of claim 27, wherein the at least one ~~third party~~ intangible asset comprises ~~a portfolio of~~ one or more patents.

30. (Currently amended) The method of claim 27, wherein the at least one ~~third party~~ intangible asset comprises ~~a portfolio of~~ one or more trademarks.

31. (Currently amended) The method of claim 27, wherein the at least one ~~third party~~ intangible asset comprises a business brand.

32. (Currently amended) The method of claim 27, wherein the computer estimate is based on ~~step (a) comprises generating~~ a computer model of license revenues derived from the at least one intangible asset and projected over ~~the~~ a pre-determined time period in one or more geographic locations.

33. (Currently amended) The method of claim 32, wherein the computer estimate is ~~step (a) further comprises comparing~~ based on a comparison of the generated computer model to historical data associated with licensing similar intangible assets by one or more business entities, ~~and correcting the computer model based the comparison.~~

34. (Currently amended) The method of claim 27, wherein step (c) comprises ~~the~~ a step of business restructuring designed to create the at least one ~~third-party special purpose~~ second legal entity and at least one ~~third-party~~ operating entity.

35. (Currently amended) The method of claim 27, wherein step (c) is accomplished by ~~means of~~ a true sale to the third-party special purpose legal entity.

36. (Currently amended) The method of claim 27, wherein step (c) further comprises ~~the~~ a step of forming a special purpose third-party entity, ~~designated as a Manager,~~ for managing the transferred rights to the at least one intangible asset[[s]].

37. (Currently amended) The method of claim 27, wherein step (c) is performed by ~~means of~~ an arms-length license agreement.

38. (Currently amended) The method of claim ~~28~~ 27 further comprising ~~the~~ a step of granting the rights ~~to use said~~ associated with the at least one intangible asset[[s]] to a separate operating entity in ~~the~~ an event of default.

39. (Currently amended) The method of claim 27, ~~wherein the first special purpose entity issues~~ comprising a step of effecting an issuance of securities by the first special purpose entity using the rights in the at least one intangible asset as collateral.

40. (Currently amended) The method of claim 27 further comprising the step of employing the proceeds from the financing step (d) to re-finance debt obligations of the business enterprise, third-party entity.

41. (Cancelled)

42. (Currently amended) A computer-based system for optimizing ~~the~~ a use of at least one intangible asset ~~s~~-associated with a ~~third-party~~ business enterprise by a lender, ~~the system comprising a computerized network of devices for:~~

a) means for providing a computer estimate of ~~the~~ present value associated with the at least one intangible asset of the business enterprise ~~third-party~~, the estimate being based at least in part on information obtained over a telecommunications network from external information sources;

b) means for transferring assets corresponding to the provided computer estimate to a first special purpose legal entity in a manner that effectively removes the transferred assets from the lender's bankruptcy estate;

c) means for effecting the transfer of rights in the at least one intangible asset of the business enterprise ~~third-party~~ to at least one third-party special purpose legal entity in a manner that effectively removes the asset from the ~~third-party~~ business enterprise's bankruptcy estate;

d) means for financing the third-party special purpose entity in exchange for a first priority lien on the at least one intangible asset; and

e) means for establishing a transaction waterfall, wherein proceeds from licensing rights ~~to the use of~~ associated with the at least one intangible asset are provided to the first special purpose legal entity.

43. (Currently amended) The system of claim 42, further comprising a means for predicting ~~the~~ a likely dollar amount of the rights' future cash flow(s) and ~~the~~ inherent risks of amounts less those cash flow(s) being received.

44. (Currently amended) The system of claim 42 further comprising a means for issuing securities on behalf of the first special purpose vehicle, using as collateral rights in the at least one intangible asset, ~~of the third-party~~.



45. (Currently amended) The system of claim 44 further comprising means for ensuring that investors in the securities of the special purpose vehicle receive the maximum amount possible if the rights' respective cash flow(s) are less than expected, and that they are insured or provided credit enhancement against such risk.

46. (Currently amended) The system of claim 45, wherein credit enhancements comprise internal or external credit supports or combination thereof, to increase [[the]] likelihood that investors will receive the cash flows to which they are entitled.